EXHIBIT 1

NYORDER.COM, LLC
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I.   OVERVIEW

NYORDER.COM, LLC ("NYORDER") is aggressively pursuing the $195 billion dollar food delivery/takeout industry market. NYORDER seeks to penetrate the New York market by focusing on company food deliveries for employees. NYORDER will allow customers to browse menus on-line, locate restaurants that deliver to their companies and place orders without the aggravation of telephone ordering.

Here is how it works. The customer simply logs on to the NYORDER website. He or she then inputs the company's name or address and the type of food desired (*i.e.*, Italian, Chinese, deli, *etc.*). The restaurants that deliver to the customer's location at that particular time pop up. The customer can browse the restaurants' menus, place an order, select the payment option accepted by the restaurant and have it delivered at the time the customer desires. NYORDER automatically converts the on-line orders into a fax or e-mail to the restaurant. The restaurants will then process the order and credit card information and deliver the food to the customer.

The participating restaurants pay NYORDER five percent of the total orders processed each month. *This is the percentage being paid by restaurants to the existing competition.*

A copy of the proposed screens for NYORDER's website is attached hereto as Exhibit "A".

II.   MARKETING PLAN

NYORDER has targeted industries that will benefit most from the convenience of using NYORDER.

A.   Law firms

An attorney working on a project for a client often bills that client for any food ordered. An attorney calls up a restaurant, places the order and supplies the restaurant with the corporate account number and the client/matter number. Law firms often have accounts set up with restaurants. Those restaurants send the bills to the internal accounting departments of law firms which include the name of attorney who ordered the food, the amount ordered, and the client/matter to which the restaurant invoice should be billed. The law firm pays the amount due the restaurant, and the law firm's internal accounting department then allocates the portion of the bill to the respective client/matter.

Clients are either billed every thirty days or when the legal matter is completed. The present system is inefficient. By the time the restaurant bill to the law firm is allocated to a client, it is several months after the client has been billed or the legal matter has been completed. Thus, if a

client pays a $100,000 legal bill, the law firm then has to decide whether to bill the client several months later for a $1,500 food bill. And the law firms' internal accounting departments spend an average of 30 to 40 hours per month processing invoices from different restaurants.

NYORDER's solution is to allow attorneys to input the transaction or the client/matter number while they are ordering food. This will allow NYORDER to supply the internal accounting departments at law firms every thirty days with a print out that lists the client matter number, identifies the attorney who orders the food and the amount of the order. Law firms will be able to immediately bill their clients. Attorneys ordering food will not have to reiterate information such as addresses and phone numbers and spend precious work time searching for menus. And, more restaurants will have access to these law firms which will result in increased revenues for the restaurants. Furthermore, NYORDER will allow large food orders to be placed. Those orders will allow the customer to designate the different orders by name and to provide special instructions for each item.

The following is a breakdown of the number of law firms in New York City (50+ attorneys, 26-49 attorneys and 11-25 attorneys), the average number of attorneys at each of these law firms, the average number of attorneys who order food per day and the average amount of the order.

Firm size	total firms	Avg. # of attorneys.	# that orders food per day	Avg. amount of order
50+	294	100	20	$20.00
26-49	176	40	7	$15.00
11-25	459	20	3	$15.00

The amount of potential revenue for NYORDER for firms with greater than fifty attorneys is $1,528,800 per year (29,400 attorneys x .20 (percentage of attorneys that order per day) x $20.00 (average food order) x 5 (five days per week) x 52 weeks x .05 (NYORDER's percentage from the order)).

B.   Advertising Agencies

In general, advertising agencies invoice clients in the same manner as law firms. There are 251 advertising agencies that are members of the American Association of Advertising Agencies in New York City. An average of 200 employees work at these agencies, and on the average there are 25 orders per night at an average of $15.00 per order. The amount of potential revenue for NYORDER for large advertising agencies is $1,223,625 per year (50,200 employees x .125 (percentage of employees at advertising agencies that order per day) x $15.00 (average food order) x 5 (five days per week) x 52 weeks x .05 (NYORDER's percentage from the order)).

C.   Accounting/consulting firms

NYORDER's market research indicates that large accounting/consulting firms such as PWC, D&T and Oracle do not use the accounting system used by law firms and advertising agencies. The process for billing clients is already automated from an employee's time report directly to job summary by client. These companies have icons on their computers that outlines the procedures for ordering food (for example, lists of restaurants and procedures for billing an order to the client). Accounting/consulting firms would benefit, however, from the convenience of a hotlink that connects their employees to NYORDER.

D.   Other areas

NYORDER has received positive responses from companies in the following areas: architectural firms, investment banks, unions, doctor and dentist offices, Internet companies, employment agencies, engineering companies, entertainment firms, production houses, talent agencies, insurance companies, brokerage houses, real estate agencies, and television and radio stations. It plans to develop marketing plans for each of these areas and develop a tailor-made system that satisfies the particular needs of these respective industries.

III.   COMPETITION

<div align="center">REDACTED</div>

IV. COSTS

A. Initial costs for developing site

One time cost for database (central repository of all data in NYORDER's day to day business), software(developed using PC operating systems), hardware(workstations) and bandwith/hosting . . . .

Licensing arrangements (*i.e.*, Mapquest) . . . .

Marketing Plan . . . .

Project Manager . . . .

Programmers . . . .

Art director . . . .

Copywriter . . . .

Total . . . .

REDACTED

B. Monthly costs

Office space . . . .

Security consulting . . . .

Testing . . . .

Network consulting . . . .

Network management software . . . .

Project manager . . . .

Programmers . . . .

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Marketing/advertising ....

Total ....

V. CONCLUSION

NYORDER is seeking ████████ in seed money to develop the site and a marketing plan, and to sign-up restaurants and companies. ██
██
████████████████████████████████ NYORDER is prepared to offer services beneficial to companies such as accounting systems that are specifically tailored to the needs of companies.
██
██
██

NYORDER.COM

SCREEN ONE

- Company logo
- Enter name, specific street address, including city and state
- If the order is by a person who is an employee of a corporate client, that person should have to enter a corporate client specific identification number and an employee specific identification number
- Provides links to (1) contact company, (2) view news articles, (3) sign-up as a restaurant, etc.

PROGRAM/DESIGN NOTES:

By entering the specific street address, the program should automatically retrieve only those restaurants that will deliver to that street address.

By entering the city in this first screen, this should allow us the flexibility of using this same website in other cities. When a customer enters the city, our program will automatically be searching from restaurants in that city. [CONSIDER THAT IF WE WANT TO USE THIS WEBSITE IN MULTIPLE CITIES, "NYORDER.COM" IS NOT A GOOD NAME BECAUSE IT IS GEOGRAPHICALLY SPECIFIC.]

The system should automatically remember someone who has entered an order through the site previously, including remembering the credit card information of the last credit card they used on the site.

Consider what we can do now that will make it easier for us to build in other services without having to substantially alter the site.

SCREEN TWO

- Provide pull down menu to allow customer to provide certain information in order to better narrow their search results (i.e., allow the customer to indicate that s/he is kosher, vegetarian or health conscious).
- Provide pull down menu to allow customer to select from the 5 most recent restaurants they ordered from.
- Customer should be able to search for a specific restaurant by name at this point rather than continuing with the restaurant selection process.
- Have the customer indicate whether the order is for now or whether it is an advance order.
- If it is an advance order, allow the customer to indicate the time that the delivery should arrive. [WE WILL PROBABLY HAVE TO INDICATE THAT ADVANCE ORDERS CAN COME WITHIN 10 MINUTES OF THE TIME REQUESTED, EITHER BEFORE OR AFTER, BECAUSE I DOUBT RESTAURANTS CAN PROMISE DELIVERY TO THE MINUTE.]

Certain items on Screen Two could, arguably, appear on Screen One. However, we ultimately intend to have more products than food delivery. Therefore, it seems to make sense to reserve food-specific dialogue until a screen after Screen One, the introductory screen.

SCREEN THREE

- Based on the customer's (A) specific street address, (B) indicated preference (e.g., kosher) and (C) expected time of the delivery, the customer will be presented with a

list of restaurants meeting that profile broken down by type of food.
- Under each restaurant's name, certain information should be included, such as (A) direct contact information (i.e., phone, address, etc.), (B) credit cards accepted, etc.
- At this screen, the customer will select the restaurant from which they wish to order.
- Perhaps we will allow restaurants to place coupons at this point or other incentives to the customer.

PROGRAM/DESIGN NOTES:

Consider how each restaurant should be presented. In other words, should each restaurant have their name appear in ordinary type, but if they pay an additional fee, their name can appear with a graphic? Should each restaurant have the ability to provide some narrative? Should they pay for that right? Should we have a place for customer's to review each restaurant? Should we try to license, for example, Zagat ratings?

SCREEN FOUR

- Upon the customer's selection of a restaurant at the previous screen, the menu of that restaurant will appear. The customer will select menu items by clicking on the desired item. This screen should also tabulate the dollar amount of the order as the customer selects items.

PROGRAM/DESIGN NOTES:

Consider where it would be most appropriate for the customer to indicate special instructions, such as "spicy". Also, consider how best to allow each restaurant to offer special options, such as brown or white rice.
Consider what the best format for a menu would be. For example, should the whole menu appear on a single screen? Should we have a pull down menu allowing the customer to move between food items (i.e., appetizers, main courses, etc.)?
Consider how and where we can permit restaurants to post daily specials, etc.

SCREEN FIVE

- Enter payment information (customer will enter credit card information and business account information, if applicable). [QUERY AS TO WHETHER WE CAN PERMIT CASH PAYMENTS. QUERY AS TO WHETHER WE CAN ACCEPT DEBIT CARDS. THIS WOULD PROBABLY REQUIRE PHONE CONFIRMATION OF THE ORDER.]
- Give special instructions for delivery (i.e., enter the floor that the food should be delivered to, if a business)
- An "information screen" should appear letting the customer know to contact the restaurant directly if they do not get their delivery, that their order is being sent to the restaurant via e-mail or fax, how long this restaurant usually takes to complete a delivery, etc.
- After account information is approved (remember, we don't process credit cards; we only make sure that the information provided is complete and in the right form), the program should automatically send order information to the restaurant via e-mail or fax.

PROGRAM/DESIGN NOTES:

The contents of this screen have to be designed very particularly. First, we have to ensure that we have requested all the necessary information to do the following: (A) provide an accounting of food ordering activity to any client institution and (B) with respect to restaurants which have house accounts for a client institution, send a bill to that client institution on behalf of the restaurant. This will require us knowing what every client institution requires in terms of client/matter information, attorney name, etc. Second, the way we design the system should allow a client institution to download their accouting data (as opposed to us having to prepare a hard copy report), it should allow that client (and us) to organize the data in any fashion we wish (i.e., by date, by restaurant, by client institution, by client/matter number, etc.) [REMEMBER, OUR DATA WILL PROBABLY HAVE VALUE], and the data should be able to be incorporated by the client institutions directly into their current accounting application.

Allow the customer to save their data at this point so that making future orders is easier.